Form (2)

THE REPUBLIC OF THE UNION OF MYANMAR

The Myanmar Investment Commission

PERMIT

600 - b
6-8-2015

Permit No. 988/2015

Date 6th, August 2015

This Permit is issued by the Myanmar Investment Commission according to the section 13 (b) of the Republic of the Union of Myanmar Foreign Investment Law-

(a) Name of Investor/Promoter MR. MENG, JIANYU

(b) Citizenship CHINESE

(c) Address BUILDING. 13, NO.1, ROOM. 401, YOJING JIANG SHAN, NO. 230, YANG CHUN ROAD,GAO PING DISTRICT, NANCHONG CITY, SICHUAN PROVINCE, PEOPLE'S REPUBLIC OF CHINA

(d) Name and Address of Principal Organization -

(e) Place of incorporation -

(f) Type of Investment Business MANUFACTURING AND MARKETING OF WOOD BASED PRODUCTS SUCH AS SQUARE, SCANTLING AND SAWN TIMBER

(g) Place(s) at which investment is permitted PLOT NO.(128+129), MYAY TAING BLOCK NO. 51, THARDUKAN INDUSTRIAL ZONE, SHWE PYI THAR TOWNSHIP, YANGON REGION

(h) Amount of Foreign Capital US$ 1.07 MILLION

(i) Period for Foreign Capital brought in WITHIN TWO YEARS FROM THE DATE OF ISSUANCE OF MIC PERMIT

(j) Total Amount of Capital (Kyat) EQUIVALENT IN KYAT OF US$ 1.07 MILLION

(k) Construction period 2 YEARS

(l) Validity of Investment Permit 50 YEARS

(m) Form of Investment WHOLLY FOREIGN OWNED INVESTMENT

(n) Name of Company Incorporated in Myanmar PENG SHENG WOOD CHINA COMPANY LIMITED

Chairman

The Myanmar Investment Commission

ပုံစံ (

ပြည်ထောင်စုသမ္မတမြန်မာနိုင်ငံတော်
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စာအမှတ် ၆၀၀ - ခ
ရက်စွဲ ၆-၈-၂၀၁၅

ပြည်ထောင်စုသမ္မတမြန်မာနိုင်ငံတော်
မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်
ခွင့်ပြုမိန့်

ခွင့်ပြုမိန့်အမှတ် ၉၈၈/၂၀၁၅ ၂၀၁၅ ခုနှစ် ဩဂုတ်လ ၆ ရက်

ပြည်ထောင်စုသမ္မတ မြန်မာနိုင်ငံတော် နိုင်ငံခြား ရင်းနှီးမြှုပ်နှံမှု ဥပဒေပုဒ်မ ၁၃၊ ပုဒ်မခွဲ(ခ)အရ ဤခွင့်ပြုမိန့်ကို မြန်မာနိုင်ငံ ရင်းနှီးမြှုပ်နှံမှု ကော်မရှင်က ထုတ်ပေးလိုက်သည်-

(က) ရင်းနှီးမြှုပ်နှံသူ/ကမကထပြုသူ၏အမည် MR. MENG, JIANYU

(ခ) နိုင်ငံသား CHINESE

(ဂ) နေရပ်လိပ်စာ BUILDING. 13, NO.1, ROOM. 401, YOJING JIANG SHAN, NO.230, YANG CHUN ROAD,GAO PING DISTRICT, NANCHONG CITY SICHUAN PROVINCE, PEOPLE'S REPUBLIC OF CHINA

(ဃ) ပင်မအဖွဲ့အစည်းအမည်နှင့်လိပ်စာ -

(င) ဖွဲ့စည်းရာအရပ် -

(စ) ရင်းနှီးမြှုပ်နှံသည့်လုပ်ငန်းအမျိုးအစား လေးဘက်ချော၊ စကာတင်သစ်ခွဲသားများနှင့် သစ်အချောထည်များ ထုတ်လုပ်ရောင်းချခြင်း လုပ်ငန်း

(ဆ) ရင်းနှီးမြှုပ်နှံသည့်အရပ်ဒေသ(များ) မြေကွက်အမှတ်-(၁၂၈+၁၂၉)၊ မြေတိုင်းရပ်ကွက်အမှတ် - ၅၁၊ သာဓုကန်စက်မှုဇုန်၊ ရွှေပြည်သာမြို့နယ်၊ ရန်ကုန်တိုင်းဒေသကြီး

(ဇ) နိုင်ငံခြားမတည်ငွေရင်းပမာဏ အမေရိကန်ဒေါ်လာ ၁.၀၇ သန်း

(ဈ) နိုင်ငံခြားမတည်ငွေရင်းယူဆောင်လာရမည့်ကာလ ကော်မရှင်ခွင့်ပြုမိန့်ရရှိသည့်နေ့မှ ၂ နှစ် အတွင်း

(ည) စုစုပေါင်းမတည်ငွေရင်းပမာဏ(ကျပ်) အမေရိကန်ဒေါ်လာ ၁.၀၇ သန်း

(ဋ) တည်ဆောက်မှုကာလ ၂ နှစ်

(ဌ) ရင်းနှီးမြှုပ်နှံမှုခွင့်ပြုသည့် သက်တမ်း ၅၀ နှစ်

(ဍ) ရင်းနှီးမြှုပ်နှံမှုပုံစံ ရာခိုင်နှုန်းပြည့် နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု

(ဎ) မြန်မာနိုင်ငံတွင် ဖွဲ့စည်းမည့် ကုမ္ပဏီအမည် PENG SHENG WOOD CHINA COMPANY LIMITED

ဥက္ကဋ္ဌ
မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်

THE REPUBLIC OF THE UNION OF MYANMAR
MYANMAR INVESTMENT COMMISSION
No.(1), Thitsar Road, Yankin Township, Yangon

Our ref: DICA-2/ FI- 124/ 2015(600-b) Tel: 01-658127
Date : 6th August 2015 Fax: 01-658136

Subject : Decision of the Myanmar Investment Commission on the Proposal for "Manufacturing and Marketing of Wood Based Products such as Square, Scantling and Sawn Timber" under the name of Peng Sheng Wood China Company Limited.

Reference: Peng Sheng Wood China Company Limited Letter dated (6-5-2015)

1. The Myanmar Investment Commission, at its meeting (13/2015) held on (17-7-2015) had approved the proposal for investment in "Manufacturing and Marketing of Wood Based Products such as Square, Scantling and Sawn Timber" under the name of "Peng Sheng Wood China Company Limited" submitted as a wholly foreign owned investment by Mr. Meng, Jianyu (80%) from People's Republic of China and Mr. Qin Changchun (20%) from People's Republic of China.

2. Hence, the "Permit" is herewith issued in accordance with Chapter VII, section 13(b) of the Republic of the Union of Myanmar Foreign Investment Law and Chapter VIII, Rule 49 of the Foreign Investment Rules relating to the Republic of the Union of Myanmar Foreign Investment Law. Terms and Conditions to the "Permit" are stated in the following paragraphs.

3. The permitted duration of the project shall be 50 (fifty) years. The term of the Lease shall be initial 50 (fifty) years commencing from the date of signing of the Lease Agreement for land and building and extendable for 10 (ten) years in 2(two)times by mutual agreement between U Ye Myint Soe and Peng Sheng Wood China Company Limited. At the expiry of the lease period, lessee shall transfer the leased land within 3(three)months in good condition, ground damages having been refilled or repaired.

4. The annual rent for the land shall be US$ 30,958.48 calculated at the rate of US$ 5.10 per square meter per year of the total land measuring 6,070.29

square meters (1.5 acres). The rate of rent shall be revised in view of prevailing land lease rates after 5 (five) years period and increase of the rate shall not be more than 10% of the preceding annual rent.

5. In issuing this "Permit," the Commission has granted, the followings, exemptions and reliefs as per Chapter XII section 27 (a), (h), (i) and (k) of the Foreign Investment Law. Other exemptions and reliefs under section 27 shall have to be applied upon the actual performance of the project;

(a) As per section-27(a), income tax exemption for a period of five consecutive years including the year of commencement on commercial operation;

(b) As per section-27(h), exemption or relief from customs duty or other internal taxes or both on machinery, equipment, instrument, machinery components, spare parts and materials used in the business which are imported as they are actually required for use during period of construction of business;

(c) As per section-27(i), exemption or relief from customs duty or other internal taxes or both on raw materials imported for production for the first three-year after the completion of construction of business;

(d) As per section-27(k), exemption or relief from commercial tax on the goods produced for export;

6. Peng Sheng Wood China Company Limited shall have to sign the Lease Agreement for land and building with U Ye Myint Soe. After signing the Agreements, (5) copies shall have to be forwarded to the Commission.

7. Peng Sheng Wood China Company Limited in consultation with the Department of Company Registration, Directorate of Investment and Company Administration shall have to be registered. After registration, (5) copies each of Certificate of Incorporation and Memorandum of Association and Articles of Association shall have to be forwarded to the Commission.

8. Peng Sheng Wood China Company Limited shall use its best efforts for timely realization of works stated in the Proposal. If none of such works has

been commenced within one year from the date of issue of this "Permit" it shall become null and void.

9: Peng Sheng Wood China Company Limited has to abide by Chapter X, Rule 58 and 59 of the Foreign Investment Rules for construction period.

10. As per Chapter X, Rule 61 of the Foreign Investment Rules, extension of construction period shall not be granted more than twice except it is due to unavoidable events such as natural disasters, instabilities, riots, strikes, emergency of State condition, insurgency and outbreak of wars.

11. As per Chapter X, Rule 63 of the Foreign Investment Rules, if Peng Sheng Wood China Company Limited cannot construct completely in time the construction period or extension period, the Commission will have to withdraw the permit issued to the investor and there is no refund for the expenses of the project.

12. The commercial date of operation shall be reported to the Commission.

13. Peng Sheng Wood China Company Limited is prohibited from importing (if any) the same species of wood available in Myanmar.

14. Peng Sheng Wood China Company Limited shall endeavour to meet the targets for production stated in the proposal as the minimum target.

15. The Commission approves periodical appointments of foreign experts and technicians from abroad as per proposal and also in accordance with Chapter XI, section 24 and section 25 of the Foreign Investment Law and the Peng Sheng Wood China Company Limited has to follow the existing Labour Laws for the recruitment of staff and labour in accordance with Chapter XIII, Rule 84 of the Foreign Investment Rules.

16. In order to evaluate foreign capital and for the purpose of its registration in accordance with the provisions under Chapter XV, section 37 of the Foreign Investment Law, it is compulsory to report as early as possible in the following manner:-

(a) the amount of foreign currency brought into Myanmar, attached with the necessary documents issued by the respective bank where

the account is opened and defined under Chapter XVI, Rules 134 and 135 of the Foreign Investment Rules;

(b) the detailed lists of the type and value of foreign capital defined under Chapter I, section-2(i) of the Foreign Investment Law, other than foreign currency.

17. Whenever Peng Sheng Wood China Company Limited brings in foreign capital defined under Chapter I, section-2(i) of the Foreign Investment Law, other than foreign currency in the manner of paragraph 15(b) mentioned above, the Inspection Certificate endorsed and issued by an internationally recognized Inspection Firm with regard to quantity, quality and price of imported materials shall have to be attached.

18. Peng Sheng Wood China Company Limited has the right to make account transfer and expend the foreign currency from his bank account in accordance with Chapter XVI, Rule 136 of the Foreign Investment Rules and for transfer of local currency generated from the business to the local currency account opened at the bank by a citizen or a citizen-owned business in the State and right to transfer back the equivalent amount of foreign currency from the foreign currency bank account of citizen or citizen-owned business by submitting the sufficient document in accordance with Chapter XVII, Rule 145 of the Foreign Investment Rules.

19. Peng Sheng Wood China Company Limited shall report to the Commission for any alteration in the physical and financial plan of the project. Cost overrun, over and above the investment amount pledged in both local and foreign currency shall have to be reported as early as possible.

20. Peng Sheng Wood China Company Limited shall be responsible for the preservation of the environment at and around the area of the project site. In addition to this, it shall carry out as per instructions made by Ministry of Environmental Conservation and Forestry in which to conduct an Initial Environmental Examination (IEE) Process and an Environmental Management Plan (EMP) which describe the measure to be taken for preventing, mitigation and monitoring significant environmental impacts resulting from the implementation

and operation of proposed project or business or activity has to be prepared and submitted and to perform activities in accordance with this EMP and be abided by the environmental policy, Environmental Conservation Law and other environmental related rules and procedures.

21. After getting permit from Myanmar Investment Commission, Peng Sheng Wood China Company Limited shall have to be registered at the Directorate of Industrial Supervision and Inspection.

22. Peng Sheng Wood China Company Limited shall have to abide by the Fire Services Department's rules, regulations, directives and instructions. Moreover, fire prevention measures shall have to undertake such as water storage tank, fire extinguishers and provide training to use the fire fighting equipments.

23. Payment of principal and interest of the loan (if any) as well as payment for import of raw materials and spare parts etc., shall be made out of the export earnings of Peng Sheng Wood China Company Limited.

24. Peng Sheng Wood China Company Limited in consultation with Myanma Insurance, shall effect such types of insurance defined under Chapter XII, Rule 79 and 80 of the Foreign Investment Rules.

(Zay Yar Aung)
Chairman

Managing Director
Peng Sheng Wood China Company Limited

cc: 1. Office of the Government of the Republic of the Union of Myanmar
2. Ministry of Home Affairs
3. Ministry of Foreign Affairs
4. Ministry of Agriculture and Irrigation
5. Ministry of Environmental Conservation and Forestry
6. Ministry of Electric Power
7. Ministry of Immigration and Population
8. Ministry of Industry

9. Ministry of Commerce
10. Ministry of Finance
11. Ministry of National Planning and Economic Development
12. Ministry of Labour, Employment and Social Security
13. Central Bank of Myanmar
14. Office of the Yangon Region Government
15. Director General, Department of Environmental Conservation
16. Director General, Forest Department
17. Director General, Immigration and National Registration Department
18. Director General, Directorate of Industrial Supervision and Inspection
19. Director General, Directorate of Trade
20. Director General, Internal Revenue Department
21. Director General, Customs Department
22. Director General, Directorate of Investment and Company Administration
23. Director General, Directorate of Labour
24. Director General, Fire Service Department
25. Managing Director, Myanma Timber Enterprise
26. Managing Director, Myanma Electric Power Enterprise
27. Managing Director, Myanma Foreign Trade Bank
28. Managing Director, Myanma Investment and Commercial Bank
29. Managing Director, Myanma Insurance
30. Chairman, Republic of the Union of Myanmar Federation of Chambers of Commerce and Industry (UMFCCI)